

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF WEST VIRGINIA

In Re:

FREEDOM INDUSTRIES, INC.,

Debtor.

Case No. 14-bk-20017
Chapter 11

**ADMINISTRATOR'S MOTION FOR AN ORDER CLARIFYING THE PROCEDURE
FOR DISPOSITION OF CERTAIN UNCASHED GENERAL CLAIMS AND SPILL
CLAIMS CHECKS**

Robert L. Johns, General Claims Plan Administrator and Spill Claims Administrator (“Administrator”), by and through his undersigned attorney, hereby submits this *MOTION FOR AN ORDER CLARIFYING THE PROCEDURE FOR DISPOSITION OF CERTAIN UNCASHED GENERAL CLAIMS AND SPILL CLAIMS CHECKS* (the “Motion”). In support of this Motion, the Administrator states as follows:

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, as well as Article XII of the Debtor’s “Third Modified Amended Plan of Liquidation Under Chapter 11 of the Bankruptcy Code Proposed by Freedom Industries, Inc. Dated August 12, 2015” [Docket # 874] (the “Plan”).

Background for the Motion Re Spill Claims Checks

2. Section 6.7 of the Plan provides that: (a) spill claim checks not negotiated within 60 days of issuance are null and void; (b) any claimant for any uncashed check may have the check reissued, if the claimant makes the reissuance request of the Administrator within 30 days after the expiration of the 60 day period; and (c) for any check not so reissued, the claim is forever barred,

and section 6.5(c) provides that the unclaimed funds go to the Administrator, as the equity holder of the Debtor, for the benefit of Class V claimants, pursuant to section 347(b) of the Code.

3. Pursuant to Article VI of the Plan, the Administrator has made two distributions to Class V claimants, the first by checks issued to 2,173 claimants on December 11, 2017, totaling \$1,497,722.30, and the second to 1,961 claimants by checks issued on March 20 2019, totaling \$546,695.76, which included the amount of any first distribution checks not timely cashed.

4. Section 6.5(c) of the Plan provides “The Spill Claims Administrator will have no obligation to attempt to locate any holder of a Class 4 or Class 5 Claim other than by reviewing the proof of claim giving rise to the Spill Claim”. However, in connection with the second distribution to 1961 claimants, the Administrator conducted research and found alternative addresses for some returned checks, and forwarded or reissued checks to those claimants within the time frames provided by the Plan. The Administrator also reissued checks for all claimants who timely requested the reissuance.

5. As of September 1, 2019, second distribution checks totaling \$45,534.06 had not been negotiated.

6. A total of twelve claimants listed on Exhibit 1 hereto requested reissuance after the bar date of June 18, 2019 and before the filing of this Motion (the “Untimely Spill Claims Requests”).

7. Should the Administrator attempt to make a third distribution to Class V claimants, after deduction of the Administrator’s costs and expenses related thereto, it would result in each claimant receiving an average of less than \$20.00 each.

Background for the Motion Re General Claims Checks

8. Section 7.4 of the Plan provides that: (a) general claim checks not negotiated within 60 days of issuance are null and void; (b) any claimant for any uncashed check may have the check reissued, if the claimant makes the reissuance request of the Administrator within 30 days after the expiration of the 60 day period; and (c) for any check not so reissued, the claim is forever barred and the check funds go back into the Class III fund, for the benefit of other Class III claimants.

9. Pursuant to Article VII of the Plan, the Administrator has made two distributions to Class III claimants, the first by checks issued to 62 claimants on October 18, 2016, totaling \$352,922.72, and the second to 55 claimants by checks issued on March 20, 2019, totaling \$186,870.28, which included the amount of first distribution checks not timely cashed.

10. Section 7.2(d) of the Plan provides “The GC Plan Administrator will have no obligation to attempt to locate any holder of an Allowed Class 3 Claim other than by reviewing the Schedules and books and records of the Debtor (including any proofs of claim filed against the Debtor)”. However, in connection with the second distribution to 55 claimants, the Administrator conducted research and found alternative addresses for some returned checks, and forwarded or reissued checks to those claimants within the time frames provided by the Plan. The Administrator also reissued checks for any claimants who timely requested the reissuance.

11. As of September 1, 2019, second distribution checks totaling \$4,532.32 had not been negotiated.

12. Should the Administrator attempt to make a third distribution to Class III claimants, after deduction of the Administrator’s costs and expenses related thereto, it would result in each claimant receiving an average of less than \$75.00 each.

Need for Clarification of Plan Procedures Re: Uncashed Checks

13. Section 7.4 of the Plan provides that uncashed General Fund check funds are to be for the benefit of other claimants to the fund, and sections 6.5(c) and 7.2(d) provide that uncashed Spill Claim check funds be deemed “unclaimed property under § 347(b) of the Bankruptcy Code,” which results in the funds going back into the Class V Fund, as described in the following paragraph.

14. Section 347(b) of the Code provides that unclaimed funds in a Chapter 11 case “becomes the property of the debtor or of the entity acquiring the assets of the debtor under the plan, as the case may be.” In this case, pursuant to Section 4.6 of the Plan, the Administrator is the only equity holder of the Debtor, for the benefit of the Class V claimants, and under the Plan, there was no entity provided to acquire the assets of the Debtor. Thus, for both Class III and Class V uncashed checks, the Plan creates a potentially unending circular redeposit and redistribution scheme, without a method for disposing of amounts which would result in de minimis distributions.

15. The funds now remaining in the Class III and Class V funds, after deduction of the costs of further distributions to all claimants, are insufficient to justify further distributions to all claimants; however, there are equitable reasons to pay the Untimely Spill Claims Requests, and to transfer the balance to the West Virginia Department of Environmental Protection (“WVDEP”).

16. The WVDEP voluntarily paid \$154,223.36 out of pocket for excess clean-up costs in connection with the Voluntary Remediation Project for the Etowah River Terminal site of the chemical spill.

17. The Administrator informed the Spill Claims Oversight Committee that the most equitable disposition of any final remaining balances in the Class III and Class V Funds, after payment of the Untimely Spill Claims Requests and the Administrator’s costs and expenses,

including legal fees, would be to transfer those funds to the WVDEP to serve as a reimbursement of excess clean-up costs paid by WVDEP.

18. The Spill Claims Oversight Committee has approved the Administrator's proposed disposition of remaining funds and, pursuant to §5.2(h) of the Plan, has approved the Administrator's fees and expenses in the amount of \$14,681.00.

Request for Order

ACCORDINGLY, the Administrator respectfully requests that this Court enter an Order in the form of the draft Order filed simultaneously herewith, **ORDERING**

1. That the Administrator reissue checks to the twelve claimants who have made the Untimely Spill Claims Requests; and
2. That any remaining balances in the Class III and Class V Funds, after 30 days after the date of the last reissuance check, and after payment of the Administrator's fees and expenses, be transferred to the WVDEP.

Respectfully submitted,

Robert L. Johns
Spill Claims Administrator and
General Claims Administrator for
Freedom Industries, Inc.

By Counsel



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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF WEST VIRGINIA**

IN RE:

FREEDOM INDUSTRIES, INC.

Bankruptcy Case No. 14-bk-20017
Chapter 11

Debtor.

CERTIFICATE OF SERVICE

I, Robert L. Johns certify that, a copy of the foregoing “ADMINISTRATOR’S MOTION FOR AN ORDER CLARIFYING THE CHAPTER 11 PLAN CONCERNING DISPOSITION OF CERTAIN UNCASHED GENERAL CLAIMS AND SPILL CLAIMS CHECKS;” Proposed “ORDER CLARIFYING THE CHAPTER 11 PLAN CONCERNING DISPOSITION OF CERTAIN UNCASHED GENERAL CLAIMS AND SPILL CLAIMS CHECKS;” and “NOTICE OF HEARING ON CLAIMS ADMINISTRATOR’S MOTION FOR AN ORDER CLARIFYING THE PROCEDURE FOR DISPOSITION OF CERTAIN UNCASHED GENERAL CLAIMS AND SPILL CLAIMS CHECKS” were served by forwarding a true and exact copy thereof by electronic filing or in a properly stamped and addressed envelope deposited in the regular course of the United States mail on November 21, 2019, to the individuals listed below:

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In addition, a copy of ***“NOTICE OF TRUSTEE’S FINAL REPORT AND APPLICATION FOR COMPENSATION AND DEADLINE TO OBJECT”*** has been served on all parties on the attached mailing matrix by depositing a true copy thereof in the United States mail, postage prepaid.



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